

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GOLDMAN SACHS, & CO.,
Plaintiff,

v.

Case No. 13-cv-1319

NORTH CAROLINA MUNICIPAL
POWER AGENCY NUMBER ONE,
Defendant.

DECLARATION OF JASON BURGE

Jason Burge, pursuant to 28 U.S.C. § 1746, declares under penalty of perjury as follows:

1. I am an attorney associated with Fishman Haygood Phelps Walmsley Willis & Swanson, LLP, counsel to Defendant North Carolina Municipal Power Agency Number One ("NCMPA"). I make this declaration based on personal knowledge, in support of NCMPA's Motion to Dismiss or, Alternatively, to Transfer for Improper Venue.

2. On December 21, 2012, NCEMPA commenced an arbitration proceeding against Goldman by filing a statement of claim before the Financial Industry Regulatory Authority ("FINRA").

3. Attached as Exhibit A to this Declaration is FINRA Rule 12200.

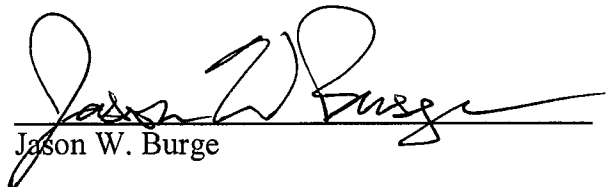
4. Attached as Exhibit B to this Declaration is FINRA Rule 12101.

5. Attached as Exhibit C to this Declaration is FINRA Rule 12213.

6. Attached as Exhibit D to this Declaration is a true and correct copy of a letter sent by FINRA on January 8, 2013 to the parties in the FINRA arbitration providing that the hearing location for the arbitration would be Raleigh, North Carolina.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: April 26, 2013.


Jason W. Burge